

MINUTES
MONTANA HISTORICAL SOCIETY
BOARD OF TRUSTEES MEETING
April 20, 2011, 9:00 AM
State Library, Helena, Montana

Montana Historical Society Board of Trustees members present: Jim Murry, Steve Lozar, Sharon Lincoln, Bob Brown, Lee Rostad, Kent Kleinkopf, Jim Court, Janene Caywood, Crystal Wong Shors, Shirley Groff, Jim Utterback, Steve Carney and Thomas Nygard. MHS Board of Trustee members excused were: John Lepley and Ed Smith.

Staff present: MHS Interim, Director Mike Cooney; MHS Administrative Assistant, Renee Podell; MHS Centralized Services Program Administrator, Denise King; also in attendance for a brief period of time were: MHS Museum Curator of Collections, Jennifer Bottomly-O'looney; MHS Curator of History, Sarah Nucci; MHS Outreach and Interpretation Program Manager, Kirby Lambert; MHS Preservation Office Program Manager, Mark Baumler; MHS Archivist and Oral Historian, Rich Aarstad.

Guests present: Bret Romney, representing Ascend Strategies and Connie Erickson, President of the Friends of the Montana Historical Society

CALL TO ORDER

President Jim Murry called the meeting to order at 9:00 a.m. Steve Lozar led the Board in prayer. President Murry explained that the meeting room was changed for this meeting due to another meeting in the MHS auditorium.

REVIEW OF MINUTES

Bob Brown moved approval of the January 19, 2011 minutes from the Board of Trustee Meeting. Crystal Wong Shors seconded the motion and it carried unanimously.

Lee Rostad moved approval of the February 3, 2011 minutes from the Special Board of Trustee meeting. Jim Utterback seconded the motion and it carried unanimously.

ROLE OF BOARDS-Bret Romney, Ascend Strategies

Bret gave an hour long presentation outlining criteria which makes a company great stating that strong leadership is necessary. He highlighted Board responsibilities and encouraged clear Board policies and a shared vision. President Murray thanked Bret for volunteering his time and asked if he would be willing to come back at another time for more Board training. Bret acknowledged he would be happy to return.

NOMINATION OF OFFICERS-Lee Rostad

Lee Rostad presented on behalf of the Governance Committee the following nominations for Board of Trustee Officers stating that it is subject to discussion and revision: President, Steve Lozar; Vice-President, Crystal Wong Shors; and Secretary, Bob Brown. Also nominated were Jim Utterback and Thomas Nygard as additional Trustees on the Executive Committee. Jim Utterback respectfully asked to have his name removed due to present career time restraints.

Discussion on the need for an Executive Committee:

Jim Court commented that he has never been a proponent of Executive Committees. He quoted Montana Code 22-3-106 noting that Trustees may select an Executive Committee of five Trustees.

Lee Rostad said the Board needs an Executive Committee.

Jim Utterback stated that financial matters are discussed in Executive Committee and he sees such a Committee as a necessity.

Sharon Lincoln commented that the Director needs an Executive Committee to go to for issues needing immediate attention. Contacting 15 members of a Board can take a lot of time.

President Murry said issues discussed in Executive Committee are then brought to the Board giving the Board focus.

Janene Caywood appreciates the need for an Executive Committee and when she needs to have further information on an issue she attends the Executive Committee meeting which is open to all Board members.

MOTIONS/ELECTION OF MHS BOARD OF TRUSTEES POSITIONS FOR 2011:

President

President Murry proceeded with the nominations announcing that he opens the nominations up for Steve Lozar for President of the Board of Trustees. He asked if there were any other nominations for President. There were none. **Bob Brown moved that the unanimous ballot be cast for Steve Lozar for position of President of the Montana Historical Society. Bob Brown moved to elect Steve Lozar. Sharon Lincoln seconded the motion and it carried unanimously.**

Vice-President

President Murry announced that the Governance Committee nominated Crystal Wong Shors for Vice-President of the Board of Trustees. He asked if there were any further nominations. There were none. Lee Rostad nominated Crystal Wong Shors. President Murry asked for a motion to

elect the new Vice-President by acclamation and unanimous ballot. **Thomas Nygard moved to elect Crystal Wong Shors. Janene Caywood seconded the motion and it carried unanimously.**

Secretary

President Murry stated that the Governance Committee nominated Bob Brown as Secretary. He called for any further nominations for Secretary of the Board of Trustees. There were none. **Lee Rostad moved that the nominations be closed and unanimous ballot be cast for Bob Brown. Shirley Groff seconded the motion and it carried unanimously.**

Nominations for MHS BOT Executive Committee Members for 2011

President Murry announced that the Governance Committee nominated Thomas Nygard for the Executive Committee. President Murry asked for nominations for the second position on the Executive Committee.

Thomas Nygard nominated Kent Kleinkopf for the second position on the Executive Committee. Kent Kleinkopf stated he appreciates his nomination by Thomas Nygard. He said there are two really important questions to answer before serving on the Executive Committee. The first important factor is to have the interest to serve, which he does have. The second factor is the commitment to time needed to be a valuable member of the committee. Kent stated he is not prepared at this time to commit the time that will be needed.

Sharon Lincoln nominated Janene Caywood. Janene also stated she isn't able at this time to commit the time needed to this position.

Kent Kleinkopf nominated Jim Court and Thomas Nygard. **Steve Carney moved to close the nomination. Bob Brown seconded the motion and it carried unanimously. Thomas Nygard and Jim Court will serve on the Executive Committee.**

Steve Lozar thanked the Board for their vote. His hope is that through transparency, through inclusion rather than the perception of exclusion that no one feels left out here on the Board. He asked the Board for their help and he absolutely relies on what he thinks is the most terrific State staff at the Montana Historical Society. Steve wanted the Board to know they can come to him anytime and he will give his most honest appraisal and explanation.

INTERIM DIRECTOR'S REPORT-Mike Cooney

Mike Cooney summarized Legislative efforts. He explained that Denise King has been involved in the day to day operations because of his immediate past relationship with the Legislature. He said he is trying to use his time sparingly so as not to harm any of the efforts of the Historical Society. He has been involved in the strategy of the bonding bill. It has taken up a considerable amount of time over the past few months.

Work continues on the fine tuning of the fly-over (the computerized generated trip through the currently proposed Heritage Center). Mike stated that the work on the fly-over is almost complete and it will be a very important tool regardless of where the bonding bill ends up.

Mike reported he has been spending quite a bit of time with the Heritage Commission. Discussion continues on the financial issues and the serious challenges that the current Legislature is presenting the Heritage Commission.

Camera Equipment Loan Discussion

Mike explained that when Richard Sims was Director of the Historical Society he invested some of the Greater Montana Foundation money, with their permission, in motion camera equipment. They allowed Richard to buy cameras and other equipment which amounted to \$60,000. Richard had a very intriguing and worthy plan of trying to utilize that equipment. Since the departure of Richard, the camera equipment is not in use. Staff has not been trained to utilize the equipment. Mike stated this is major league equipment and MHS doesn't have the full package to utilize it. Mike contacted the PBS managers in Missoula and in Bozeman and asked them to come to the Society to look at the camera equipment. Mike asked the manager from Bozeman to basically research the camera equipment. The manager informed Mike that in order to properly use the equipment major staff training would be needed. The manager told Mike that he is doing a project over the next year on dams in Montana starting with Fort Peck. If MHS would allow the loan of one of the cameras to PBS to use in the project he would provide technical expertise to the Society to help train staff on the use of the cameras. Mike reported that the Greater Montana Foundation paid for the equipment and they want the equipment used. He recommended allowing the equipment to be used in an appropriate fashion which would make the funders of this project happy. PBS would benefit because they can't afford to go out and buy the equipment. This would also benefit the Society with a new partnership with PBS. Mike stated MHS would not be at risk because the Society would work out a loan agreement and the equipment would be fully insured.

Kent Kleinkopf commented that this partnership is a fabulous plan. Jim Court discussed the possibility of a Charlie Russell movie and wondered if MHS should approach PBS about it. Mike commented that there is interest and there might be hope in accomplishing this with the PBS partnership.

MOTION:

Jim Utterback moved approval of a loan agreement between MHS and PBS allowing PBS to use the camera equipment purchased by the Greater Montana Foundation. Sharon Lincoln seconded the motion and it carried unanimously.

COPY FEE INCREASE FOR SHPO-Mark Baumler

Mark presented his proposal for a copy fee increase (handout presented and made a permanent part of the record). Mark also presented a brochure titled "Montana State Historic Preservation Office site Records Office" (handout made a permanent part of the record).

MOTION: Lee Rostad moved approval of the copy fee increase. Jim Court seconded the motion and it carried unanimously.

MUSEUM PROGRAM LOAN REQUESTS-Jennifer Bottomly-O'looney

Jennifer introduced the new employee, MHS Museum Curator of History, Sarah Nucci.

Conrad Mansion Museum Loan Request

Jennifer explained that the Conrad Mansion wishes to borrow two firearms that originally belonged to C. E. Conrad. There will be staff in attendance at all times with this exhibit and the security and alarm system meets requirements for loan purposes. Jennifer recommended approval.

MOTION:

Bob Brown moved to allow the loan of firearms to the Conrad Mansion Museum. Jim Utterback seconded the motion and it carried unanimously.

Emerson Center for the Arts & Culture Loan Request

Jennifer stated that the Emerson Center is doing an exhibit titled "Montana Women in the Visual Arts 1850 – 2011" and have requested 11 pieces of art plus five beaded bags. Jennifer recommended this loan as another opportunity for outreach noting that the center meets all loan criteria.

MOTION:

Steve Carney moved approval of the loan request from the Emerson Center for the Arts & Culture, Bozeman, Montana, of 11 pieces of art plus five beaded bags. Jim Utterback seconded the motion and it carried unanimously.

Amon Carter Museum Loan Request

Jennifer noted that this request is a major one. There is time with this request if the Board wishes to hold this over until the next Board meeting. The Amon Carter Museum wishes to borrow several C. M. Russell watercolor paintings. Jennifer stated that this proposal is interesting noting that the Museum has done major research on Russell's watercolor techniques. Amon Carter Museum does meet MHS criteria for security, environmental concerns, etc. If the Board approves this request MHS will charge the standard loan fee, shipping and handling fees and MHS proposes that the Amon Carter Museum reframe all of the pieces that they are borrowing plus the pieces that MHS would need to put on exhibit in their place.

Crystal Wong Shors stated that in an effort to be a better Board member she contacted Bob Morgan for his thoughts on this request. Bob Morgan stated that it is not advisable for MHS to loan out Russell pieces. She stated that Bob Morgan has further suggested that MHS consider a policy with regard to the loaning of Russell pieces. Crystal noted that Mr. Morgan makes some

good arguments having to do with the credit MHS gets, the risk taken, and the responsibility MHS has for the care of these items.

Jim Court asked how the loan would affect the work that is currently being done on the Russell book. Jennifer stated that this loan would not affect the work at all.

Thomas Nygard said he is aware of Mr. Morgan's opinion of loaning the Russell collection and to a certain degree he shares it with him. He does differ with Mr. Morgan's reasoning on this issue. He reminded the Board that he is also a Board member of the C. M. Russell Museum who is one of the co-sponsors of this exhibit. Trustee Nygard further stated that this is the last great dedicated tour of C. M. Russell's work and it is scheduled at only two venues because of the fragility of watercolors. As much as it is the Society's obligation to care for these items for the people of Montana, Charlie Russell is not just a Montana artist he is an artist that appeals to an extremely broad base of admirers. He emphasized that it is the obligation of MHS to expose Charlie Russell to as many people as possible. The Amon Carter Museum can have 5,000 people going through their museum in a couple hours. This kind of a show is a place where this kind of work will be hugely appreciated.

Jim Court reviewed the loan request and stated he cannot see where credit is given to the Historical Society. Jennifer Bottomly-O'looney stated that it is not on the request and it should be put on the loan request as a requirement.

Sharon Lincoln commented that if the Board should approve this request she asks that the loan agreement and the conditions be very specific and very tight. Jennifer Bottomly-O'looney agreed.

Never miss an opportunity to make a friend, stated Bob Brown.

MOTION:

Thomas Nygard moved to approve the loan. Jim Court seconded the motion. The motion carried 10-3 with Sharon Lincoln, Lee Rostad and Shirley Groff in opposition.

HERITAGE KEEPERS AWARD DISCUSSION-Denise King

Discussion was held on the monetary award associated with the Heritage Keepers Award. Denise explained that originally the money for this award came from the earned interest of the trust fund. Interest payments are currently very low so the award money is being paid out of the principle. Denise asked the Board to make a decision if this cash award should continue. Denise explained that funding to cover costs for the awardees comes from the History Conference. The attendees receive a plaque, paid hotel room and registration fees at the conference.

MOTION:

Lee Rostad moved to discontinue the monetary award of two \$500.00 cash awards associated with the Heritage Keepers Award given each year by the Historical Society. Shirley Groff seconded the award and it carried unanimously.

FRIENDS OF THE MONTANA HISTORICAL SOCIETY-Connie Erickson

Connie presented a letter (letter made a permanent part of the record) requesting that the MHS Board of Trustees consider offering the position of permanent director of the Society to Interim Director Mike Cooney.

CENTRALIZED SERVICES/FINANCIAL REPORT-Denise King

Denise presented the financial schedules for FY 2011 through March 31, 2011 (handout made a permanent part of the record). She discussed the development and the state of the MHS budget.

DIRECTOR'S JOB DESCRIPTION DISCUSSION-Crystal Wong Shors

Crystal discussed the Director's Job Description (handout made a permanent part of the record). She explained that MHS Outreach and Interpretation Program Manager, Kirby Lambert made some additions and offered some changes to the job description. Mike Cooney noted that the underlined language within the presented copy of the job description is what needs to be reviewed specially the language on Page 4. President Murry said it appears that this version of the job description could be adopted, if that is the wish of the Board, and then submitted to the Department of Administration.

MOTION:

Lee Rostad moved to approve Crystal Wong Shors recommendations to the State of Montana Job Description and Evaluation for the Director of the Montana Historical Society. Sharon Lincoln seconded the motion and it carried unanimously.

BOARD OF TRUSTEES BY-LAWS DISCUSSION-Governance Committee

Lee Rostad led the discussion on how the Governance Committee was established. Lee questioned there being six committees rather than five. Denise King read from the Montana Code: Under the Authority of the Board: 22-3-107. She stated the statutes don't list any committees. Denise explained that Richard Sims realigned the committees to make them more efficient. Denise suggested that the five committees were named for the five programs of the Historical Society. There are presently six programs due to the splitting of Education and Museum. Mike Cooney explained that the Governance Committee took the existing By-Laws and really did trim it down to remove some of those things that were likely to change. He asked the Board to review the handout (made a permanent part of the record). Lee Rostad asked that action on this agenda item be considered at the next Board meeting.

President Murry said that the next Board meeting there will be a discussion on the function of Board Committees and the re-alignment of Committees.

VISIT OF DESCENDENTS OF W. A. CLARK-Bob Brown

Bob reported to the Board that he has made a friend, Andre' Baines, who is a direct descendent of W. A. Clark, one of the three Cooper Kings. He explained that W. A. Clark was arguably Bill Gates at the turn of the last century, the richest man in the United States for a year or so. When Bob was at the University of Montana he invited Andre' Baines to be a Presidential lecturer. His lecture was essentially a defense of his great grandfather. Andre' and two of his family members will be visiting a dude ranch in Montana this August and Bob has proposed taking the guests to Butte so he can show them the part of the Butte hill that was owned by Clark. Bob would like to also bring them to Helena and have a reception for them at the Historical Society. He discussed further inviting the descendents of most of the other U.S. Senators of Montana to the reception focusing special attention on Clark's descendents. Of course, Bob suggested showing the model of the new Heritage Center at the reception. Bob reported that Salmon Lake would be on tour after their visit to Helena. He explained that Clark once owned the property on Salmon Lake which is currently known as Legendary Lodge. It was Clark's summer retreat and the property where his son died. The Historical Society would need to host a reception in the afternoon or evening sometime in the first week of August. A date will be set. The Board was in full agreement with hosting a reception at MHS for W. A. Clark's descendents.

PRESIDENT'S REPORT-Jim Murry

President Murry urged the Board's full support of the new officers that have been elected. He thanked each member of the Board and the MHS staff for all of their support in many ways during the Legislature. President Murry also thanked Mike Cooney for the excellent job he has done as Interim Director.

LITTLE BIG HORN COLLECTION ISSUE-Jim Court

Jim Court updated the Board on the proposed move to Arizona of the collection, everything not already on display, located at the Little Big Horn. Jim explained to the Board that for 30 years he has been at an impasse with the Park Service over land he wanted to donate. Meetings recently were successful with all parties agreeing that they want to make sure the collection comes back from Arizona and the property will be used for a museum. Basically, he said all are hopeful that the Crow Tribal Chairman will agree to allow the Park Service to accept the land that Jim and his wife have been trying to donate and that one day a visitor center will be built. Jim Murry asked if there was any role the Board could play working with congressional delegation to ensure the artifacts are returned back to the State of Montana. Jim Court commented that after the meeting scheduled for May 12th he will apprise the Board of the findings and perhaps a letter encouraging everyone to move forward could be sent.

EXECUTIVE COMMITTEE REPORT-Steve Lozar

Steve reported that the committee went over today's agenda. Discussion was held on the challenge of the bonding bill, Board nominations and the Director's position. The committee also reviewed the financial report which was distributed by Denise King. Steve further reported that the monthly second Saturday events at the museum has increased attendance with 230

people coming through the museum and 40 people going through the Old Governor's Mansion. Discussion was also held on today's Board training given by Bret Romney. Steve was in agreement with asking Mr. Romney to return for more Board training.

MONTANA'S CHARLIE RUSSELL: THE MHS COLLECTION-Kirby Lambert

Kirby presented a handout stating it is a one-page summary of where we started and where we are going (handout made a permanent part of the record). Kirby noted that the discussion regarding the PBS documentary is not included on this schedule. If the documentary does happen it will be its own separate project. The back side of the handout contains the production schedule. He commented that everything is on schedule.

NEW BUSINESS-Rich Aarstad

RESOLUTION NO. 1 - MONTANA FEDERATION OF HISTORICAL SOCIETY WORKERS LOCAL 4367 MEA-MFT, AFT, NEA, AFL-CIO

Rich presented Resolution No. 1 which supports and endorses the appointment of Mike Cooney to the position of Director of the Montana Historical Society (Resolution made a permanent part of the record). He also submitted a Petition to Retain MHS Interim Director, Mike Cooney signed by MHS Program Managers and Department Supervisors (petition made a permanent part of the record).

UNFINISHED BUSINESS

Sharon Lincoln stated there was a July tradition awhile back at MHS where the Trustees put on a picnic for the staff. In recent years this tradition ended due to the Board traveling around the state for meetings. Sharon always thought this was a really nice thing to do for staff and suggested that this July the tradition start up again. Discussion was held on dates for a staff picnic which would coincide with the next Board meeting. Bob Brown suggested that the Board meeting be held in August when the descendents of W. A. Clark will be in Helena and they could attend the picnic also. Lee Rostad commented that the reception should probably be separate from the picnic. The date set for the staff picnic will be July 20, 2011. Sharon Lincoln is in charge of collecting \$50.00 per Trustee to fund the picnic.

LEGISLATIVE WRAP-UP

Denise King reported that of the 80 + pieces of legislation that has been monitored during this session there are 14 still active which will have some type of impact on the Historical Society. Discussion continued on the active bills.

PUBLIC COMMENT

None

NEXT MEETING: July 21, 2011.

Adjournment: The meeting adjourned at 3:00 p.m.